

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

GEOTAG INC.,

Plaintiff,

v.

ZOOSK, INC.,

Defendant.

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Civil No. 2:11-cv-00403

JURY TRIAL DEMANDED

**DECLARATION OF ERIC BARNETT IN SUPPORT OF DEFENDANT ZOOSK, INC.'S
MOTION TO TRANSFER VENUE**

I, Eric Barnett, hereby declare as follows:

1. I make this declaration in support of Defendant Zoosk, Inc.'s ("Zoosk") motion to transfer venue to the Northern District of California. I have personal knowledge of the following, and if called upon to do so, I could and would testify competently thereto.

2. I am the General Counsel and Secretary at Zoosk.

3. Zoosk is a private start-up company founded in 2007. Zoosk has currently approximately 120 employees. Zoosk's employees work on the "Zoosk" online social network dating product and service, including work relating to the accused member profile search function that is available through www.zoosk.com. Neither the Zoosk dating service, nor its member profile search function, is directed to any specific states, regions or districts.

4. Zoosk's headquarters and principal place of business are located in its sole office in San Francisco, California. Zoosk has no offices or other physical presence in the Eastern District of Texas. The Zoosk product and service was conceived, developed and designed at Zoosk's San Francisco headquarters. The service provided by Zoosk through its website is operated from its San Francisco headquarters and through server equipment located in San Francisco and the Seattle, Washington area.


5. No Zoosk employees, or to the best of my knowledge, other persons subject to the control of Zoosk who may be able to provide testimony relevant to the above-captioned matter work or live in the Eastern District of Texas. All of Zoosk's executives and employees regularly work out of Zoosk's San Francisco office. All individuals knowledgeable about the development, operation, marketing, and sales associated with Zoosk's product and service work in Northern California.

6. Due to the small size of its workforce, it would be costly for Zoosk to have executives and employees travel to the Eastern District of Texas, as it would require airfare, lodging and lost productivity. This cost could largely be avoided if the executives and employees only had to travel to locations within the Northern District of California.

7. No evidence—including documents, other physical evidence, or electronic evidence—in Zoosk's possession, custody, or control that may be relevant to the above-captioned matter is located in the Eastern District of Texas. Any such evidence, including source code, technical documentation, sales, marketing and financial information, is maintained at Zoosk's headquarters in San Francisco, CA.

8. It would be extremely more convenient for Zoosk to have this case be litigated in the Northern District of California.

I declare under penalty of perjury that the foregoing is true and correct. Executed on this 21st day of June 2012, in San Francisco, CA.


Eric Barnett